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Liquidating Trust*

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*Counsel to the Circuit City Stores, Inc.  
Liquidating Trust*

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x		
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC., <u>et al.</u> ,	:	Case No. 08-35653 (KRH)
	:	
Debtors.	:	
	:	Jointly Administered
----- x		

**ELEVENTH ORDER REGARDING LIQUIDATING TRUST'S EIGHTH OMNIBUS  
OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN  
PARTIALLY INVALID CLAIMS, RECLASSIFICATION OF CERTAIN  
MISCLASSIFIED CLAIMS, DISALLOWANCE OF CERTAIN INVALID  
CLAIMS, DISALLOWANCE OF CERTAIN LATE-FILED CLAIMS,  
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court<sup>1</sup> on the Liquidating Trust's Eighth Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain of Late Filed Claims, and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit G attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference April 11, 2013 at 2:00 p.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

arising from or relating to this Order.

Dated: Richmond, Virginia  
\_\_\_\_\_, 2013

\_\_\_\_\_  
HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner  
Lynn L. Tavenner (VA Bar No. 30083)  
Paula S. Beran (VA Bar No. 34679)  
20 North Eighth Street, 2<sup>nd</sup> Floor  
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Liquidating Trust*

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner  
Lynn L. Tavenner

In re Circuit City Stores, et al.

Case No. 08-35653 (KRH)

**Exhibit A to Eleventh Order Regarding Liquidating Trust's Eighth Omnibus Objection to Landlord Claims  
Alphabetical Listing of Claims for Which Status Conference Will Take Place on April 11, 2013 at 2:00 p.m.**

Claim Holder	Claim	Exhibit
Alexander H Bobinski as Trustee under Trust No 001 c o Augustus C Epps Jr Esq Michael D Mueller Esq Jennifer M McLemore Esq Christian & Barton LLP 909 E Main St Ste 1200 Richmond, VA 23219	14248	Exhibit C Reduction of Certain Partially Invalid Claims
Alexander H Bobinski as Trustee under Trust No 1001 Augustus C Epps Jr Esq Christian & Barton LLP 909 E Main St Ste 1200 Richmond, VA 23219-3095	12498	Exhibit C Reduction of Certain Partially Invalid Claims
BEV CON I LLC c o Vornado Realty Trust 210 Rte 4 E Paramus, NJ 07652	8786	Exhibit C Reduction of Certain Partially Invalid Claims
BEV CON I LLC c o Vornado Realty Trust 210 Rte 4 E Paramus, NJ 07652	8786	Exhibit F Late Filed Claims to be Expunged
Centro Properties Group t a County Line Plaza Jackson MS c o David L Pollock Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	8100	Exhibit E Invalid Claims to be Expunged
Centro Properties Group t a Midway Market Square Elyria OH c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	8486	Exhibit G Amended Claims to be Expunged

<b>Claim Holder</b>	<b>Claim</b>	<b>Exhibit</b>
Centro Properties Group ta Chamberlain Plaza Meriden CT c o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12533	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Chamberlain Plaza Meriden CT c o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12538	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Midway Market Square Elyria OH c/o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12532	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Midway Market Square Elyria OH c/o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12531	Exhibit C Reduction of Certain Partially Invalid Claims
CMAT 1999 C2 Lawence Road LLC c o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131	12077	Exhibit C Reduction of Certain Partially Invalid Claims
CMAT 1999 C2 Ridgeland Retail LLC c o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131	11958	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
CWCapital Asset Management LLC, as Special Servicer for Bank of America N A Demetrios Morakis Capmark Finance, Inc. 701 13th St. NW, Ste. 1000 Washington, DC 20005	12832	Exhibit E Invalid Claims to be Expunged
CWCapital Asset Management LLC, as Special Servicer for Bank of America NA, Successor by Merger to LaSalle Bank NA, as Trustee for the Holders of Nomura Asset Securities Corporation Commercial Mortgage Pass Through Certificates Series 1998 D6 Attn: Lawrence A. Katz and Kristen E. Burgers 8010 Towers Crescent Dr., Ste. 300 Vienna, VA 22182-2707	13950	Exhibit E Invalid Claims to be Expunged
Dentici Family Limited Partnership United States Debt Recovery V LP 940 Southwood BI, Suite 101, Incline Village NV 89451	7984	Exhibit C Reduction of Certain Partially Invalid Claims
Dentici Family Limited Partnership United States Debt Recovery V LP 940 Southwood BI, Suite 101, Incline Village NV 89451	13732	Exhibit C Reduction of Certain Partially Invalid Claims
Dollar Tree Stores Inc Hofheimer Gartlir & Gross LLP 530 5th Ave New York, NY 10036-5101	9102	Exhibit E Invalid Claims to be Expunged
EklecCo NewCo LLC Attn: Kevin M. Newman, Esq. Menter Rudin & Trivelpiece PC 308 Maltbie St., Ste. 200 Syracuse, NY 13204-1498	3733	Exhibit C Reduction of Certain Partially Invalid Claims
EklecCo NewCo LLC Attn: Kevin M. Newman, Esq. Menter Rudin & Trivelpiece PC 308 Maltbie St., Ste. 200 Syracuse, NY 13204-1498	4251	Exhibit C Reduction of Certain Partially Invalid Claims
First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	14901	Exhibit C Reduction of Certain Partially Invalid Claims

<b>Claim Holder</b>	<b>Claim</b>	<b>Exhibit</b>
First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	14901	Exhibit D Claims to be Reclassified
First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13441	Exhibit C Reduction of Certain Partially Invalid Claims
First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13444	Exhibit G Amended Claims to be Expunged
Janaf Shops LLC Attn: Adam K. Keith Honigman Miller Schwartz & Cohn LLP 660 Woodward Ave. 2290 First National Bldg. Detroit, MI 48226-3506	14511	Exhibit C Reduction of Certain Partially Invalid Claims
Janaf Shops LLC Attn: Adam K. Keith Honigman Miller Schwartz & Cohn LLP 660 Woodward Ave. 2290 First National Bldg. Detroit, MI 48226-3506	14284	Exhibit E Invalid Claims to be Expunged
JUBILEE-SPRINGDALE, LLC Attention: Kimberly A. Pierro, ESQ. Kutak Rock LLP 1111 E. Main Street, STE 800 Richmond, VA 23219	12771	Exhibit G Amended Claims to be Expunged
MAIN STREET AT EXTON LP 120 W GERMANTOWN PIKE STE 120 PLYMOUTH MEETING, PA 19462	12421	Exhibit C Reduction of Certain Partially Invalid Claims
MAIN STREET AT EXTON LP 120 W GERMANTOWN PIKE STE 120 PLYMOUTH MEETING, PA 19462	12614	Exhibit C Reduction of Certain Partially Invalid Claims
Morgan Hill Retail Venture LP Pepler Mastromonaco LLP Attn Frank T Pepler 100 First St 25th Fl San Fransisco, CA 94105	10265	Exhibit C Reduction of Certain Partially Invalid Claims



Claim Holder	Claim	Exhibit
NAP Northpoint LLC Augustus C. Epps Jr., Esq. Christian & Barton LLP 909 E Main St., Ste. 1200 Richmond, VA 23219-3095	12497	Exhibit C Reduction of Certain Partially Invalid Claims
NORTH PLAINFIELD VF LLC C O VORNADO REALTY TRUST 210 RTE 4 E PARAMUS, NJ 07652	8723	Exhibit C Reduction of Certain Partially Invalid Claims
North Plainfield VF LLC Vornado Realty Trust PO Box 31594 Hartford, CT 06150-1594	13928	Exhibit C Reduction of Certain Partially Invalid Claims
Pacific Harbor Equities LLC c o Hope Properties 3000 Pablo Kisel Blvd Ste 300C Brownsville, TX 78526	12379	Exhibit C Reduction of Certain Partially Invalid Claims
Raymond & Main Retail LLC c o William A Trey Wood III Bracewell & Giuliani LLP 711 Louisiana St Ste 2300 Houston, TX 77002	8985	Exhibit E Invalid Claims to be Expunged
Raymond & Main Retail LLC c o William A Trey Wood III Bracewell & Giuliani LLP 711 Louisiana St Ste 2300 Houston, TX 77002	8988	Exhibit E Invalid Claims to be Expunged
Ronus Meyerland Plaza LP attn: Laurance J Warco Sutherland Asbill & Brennan LLP 999 Peachtree St NE Atlanta, Georgia 30309-3996	12424	Exhibit C Reduction of Certain Partially Invalid Claims
Schiffman Circuit Props Matthew W Grimshaw Rutan & Tucker LLP 611 Anton Blvd Ste 1400 Costa Mesa, CA 92626	2623	Exhibit D Claims to be Reclassified
Schiffman Circuit Props Matthew W Grimshaw Rutan & Tucker LLP 611 Anton Blvd Ste 1400 Costa Mesa, CA 92626	2623	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
Schottenstein Property Group Inc Peter J Barrett and Loc Pfeiffer Kutak Rock LLP Bank of America Center 1111 E Main St Ste 800 Richmond , VA 23219-3500	13166	Exhibit C Reduction of Certain Partially Invalid Claims
Schottenstein Property Group Inc Peter J Barrett and Loc Pfeiffer Kutak Rock LLP Bank of America Center 1111 E Main St Ste 800 Richmond , VA 23219-3500	13166	Exhibit E Invalid Claims to be Expunged
WEC 99A 1 LLC c o Midland Loan Services Inc a Delaware Corporation c o Katharine Battaia Thompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201	12685	Exhibit E Invalid Claims to be Expunged
WEC 99A 1 LLC c o Katharine Battaia Thompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201	14249	Exhibit E Invalid Claims to be Expunged
WEC 99A 3 LLC Acting by and through Midland Loan Services Inc c o Katharine Battaia Thompson and Knight LLP Dallas, TX 75201	14135	Exhibit E Invalid Claims to be Expunged
WEC 99A 3 LLC c o Midland Loan Services Inc a Delaware Corporation c o Katharine Battaia Thompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201	12851	Exhibit E Invalid Claims to be Expunged